

Findlay-Tiffin-Marion-Sandusky, Ohio Combination

Frequency proposes to acquire the licenses of or obtain attributable interests in the following ten radio stations which have overlapping principal community contours and/or are listed as "home" to an Arbitron Metro market or are licensed to a community within the geographic boundaries of an Arbitron Metro market:

<i>Station</i>	<i>Community</i>	<i>Current Licensee</i>
WCKY-FM	Tiffin, Ohio	Citicasters
WPFX-FM	North Baltimore, Ohio	Citicasters
WTTF(AM)	Tiffin, Ohio	Citicasters
WDIF(FM)	Marion, Ohio	Citicasters
WMRN(AM)	Marion, Ohio	Citicasters
WYNT(FM)	Caledonia, Ohio	CC Licenses
WCPZ(FM)	Sandusky, Ohio	Citicasters
WLEC(AM)	Sandusky, Ohio	Citicasters
WMJK(FM)	Clyde, Ohio	Citicasters
WMRN-FM ¹	Marion, Ohio	Citicasters

As described below and in the attached Engineering Statement, the instant application complies with the FCC's current local radio ownership rules utilizing both the Arbitron Markets methodology the Commission's modified contour overlap methodology.²

Arbitron Markets Methodology: WPFX-FM is listed by Arbitron as "home" to the Toledo, Ohio radio market and its community of license, North Baltimore, Ohio, is located within the geographic boundaries of that market.³ None of the other stations listed above is located within the geographic boundaries of any Arbitron ranked radio market or is listed by Arbitron as "home" to a ranked radio market. The BIA Media Access Pro Database identifies thirty-one full-power commercial and non-commercial stations as "home" to or licensed within the Toledo market. Consequently, Frequency's

¹ The instant application does not propose to assign the license of WMRN-FM, Marion, Ohio, to Frequency. Frequency, however, will obtain an attributable interest in WMRN-FM by virtue of its operation of the station pursuant to a Local Marketing Agreement ("LMA") post-closing. A construction permit application is pending proposing to change the community of license of WMRN-FM to Dublin, Ohio and to relocate the station. Upon grant and implementation of that permit, the LMA between Citicasters Licenses, L.P and Frequency will terminate.

² See 2002 Biennial Regulatory Review – Review of the Commission's Broadcast Ownership Rules and Other Rules Adopted Pursuant to Section 202 of the Telecommunications Act of 1996, *Report & Order & Notice of Proposed Rulemaking*, 18 FCC Rcd 13,620 (2003) ("*Biennial Review*").

³ See BIA Financial Network, "Toledo, Ohio Market Overview" and "FCC Geographic Market Definition for Toledo, OH," *available at* BIA Media Access Pro Database.

proposed ownership of the stations listed above complies with the Commission's local radio ownership rules under the Arbitron markets methodology.

Modified Contour Overlap Methodology: As detailed in the attached Engineering Statement, the principal community contours of a number of the stations listed above overlap each other, creating four separate radio markets in which Frequency proposes to hold an attributable interest.

Market 1. Overlap of the principal community contours of WLEC(AM), WCPZ(FM), and WMJK(FM) creates one radio market for application of the Commission's modified contour overlap methodology. As shown in the attached Engineering Statement, this market includes at least ten additional full-power stations in which Frequency does not propose to hold an attributable interest, for a total market of thirteen full-power radio stations. Consequently, Frequency's proposed attributable interests in two FM stations and one AM station in this market complies with the Commission's local radio ownership rules.

Market 2. Overlap of the principal community contours of WTTF(AM), WCKY-FM, and WMJK(FM) creates a second radio market for application of the Commission's modified contour overlap methodology. As shown in the attached Engineering Statement, this market includes at least twenty-five additional full-power stations in which Frequency does not propose to hold an attributable interest, for a total market of twenty-eight full-power radio stations. Consequently, Frequency's proposed attributable interests in two FM stations and one AM station in this market complies with the Commission's local radio ownership rules.

Market 3. Overlap of the principal community contours of WTTF(AM), WCKY(FM), and WPFX-FM creates a third radio market for application of the Commission's modified contour overlap methodology. As shown in the attached Engineering Statement, this market includes at least twenty-four additional full-power stations in which Frequency does not propose to hold an attributable interest, for a total market of twenty-seven full-power radio stations. Consequently, Frequency's proposed attributable interests in two FM stations and one AM station in this market complies with the Commission's local radio ownership rules.

Market 4. Overlap of the principal community contours of WMRN(AM), WYNT(FM), WMRN-FM, and WDIF(FM) creates a fourth radio market for application of the Commission's modified contour overlap methodology. As shown in the attached Engineering Statement, this market includes at least sixteen additional full-power stations in which Frequency does not propose to hold an attributable interest, for a total market of twenty full-power radio stations. Consequently, Frequency's proposed attributable interests in three FM stations and one AM stations in this market complies with the Commission's local radio ownership rules.

Market 5. Overlap of the principal community contours of WLEC(AM), WCKY-FM, and WMJK(FM) creates a fifth radio market for application of the Commission's modified contour overlap methodology. As shown in the attached Engineering Statement, this market includes at least thirty additional full-power stations in which Frequency does not propose to hold an attributable interest, for a total market of thirty-three full-power radio stations. Consequently, Frequency's proposed attributable interests in two FM stations and one AM station in this market complies with the Commission's local radio ownership rules.

ATTACHMENT 1

Engineering Exhibit of duTreil, Lundin & Rackley, Inc.

ENGINEERING STATEMENT
RADIO MULTIPLE OWNERSHIP ANALYSIS
FINDLAY/TIFFIN/MARION/SANDUSKY, OHIO

This radio multiple ownership analysis was prepared to consider common ownership of the stations tabulated below under the FCC “Interim” contour analysis method. * GoodRadio.TV License, LLC. is acquiring several radio stations in the Findlay, Tiffin, Marion and Sandusky, Ohio area. Below is a tabulation of facilities for each station.

Call Sign / Facility ID	Location	Facilities
WCKY-FM/70526	Tiffin, OH	CH 279B 50 kW 131 M
WCPZ(FM)/19706	Sandusky, OH	CH 274B 50 kW 41 M
WDIF(FM)/59282	Marion, OH	CH 232A 3 kW 91 M
WMJK(FM)/58344	Clyde, OH	CH 265A 3 KW 91 M
WMRN-FM(Licensed)/40170	Marion, OH	CH 295B 25 kW 109 M
WMRN-FM(APP)/40170	Dublin, OH	CH 294B1 7.3 kW 180 M
WPFX-FM/7821	North Baltimore, OH	CH 299A 3 kW 100 M
WYNT(FM)/68681	Caledonia, OH	CH 240A 4.6 kW 114 M
WLEC(AM)/19705	Sandusky, OH	1450 kHz 1 kW-U ND-1
WMRN(AM)/40169	Marion, OH	1490 kHz 1 kW-D 1 kW-N ND
WTTF(AM)/70527	Tiffin, OH	1600 kHz 0.5 kW-D DA

The principal community contours of these stations are depicted on a map included herein as Figure 1. Since the principal community contours (5 mV/m for AM stations, 3.16 mV/m for FM stations) of some of the stations are involved in mutual overlap, an

* See Report and Order and Notice of Proposed Rulemaking, MB Docket 02-277, FCC 03-127, Released July 2, 2003.

ownership study was prepared in accordance with the Federal Communications Commission multiple ownership rules as outlined in Section 73.3555.

Radio Markets

The “radio markets” applicable to common ownership of the subject stations are defined as the areas encompassed by the mutually overlapping principal community contours of the stations proposed to be commonly owned. The table below lists the defined markets:

Defined Radio Market	Stations that Define Radio Market	
	AM Stations	FM Stations
Market 1	WLEC	WCPZ/WMJK
Market 2	WTTF	WCKY/WMJK
Market 3	WTTF	WCKY/WPFX
Market 4	WMRN	WDIF/WYNT/WMRN
Market 5	WLEC	WCKY/WMJK

Count of Stations in the Defined Market

The number of radio stations in a “radio market” is determined by counting the operating stations having principal community contours which overlap or intersect the principal community contours which define the radio market. Only those stations located within 92 km of the perimeter of the mutual overlap area of the defined market area were employed in the count of stations. Commonly owned stations were not considered in the count of stations in the defined markets. The results of the analysis are tabulated below:

Defined Radio Markets	Minimum Number of Other Stations in the Radio Market
Market 1	1 AM, 9 FM; 10 Total
Market 2	7 AM, 18 FM; 25 Total
Market 3	7 AM, 17 FM; 24 Total
Market 4	4 AM, 12 FM; 16 Total

Market 5	8 AM, 22 FM; 30 Total
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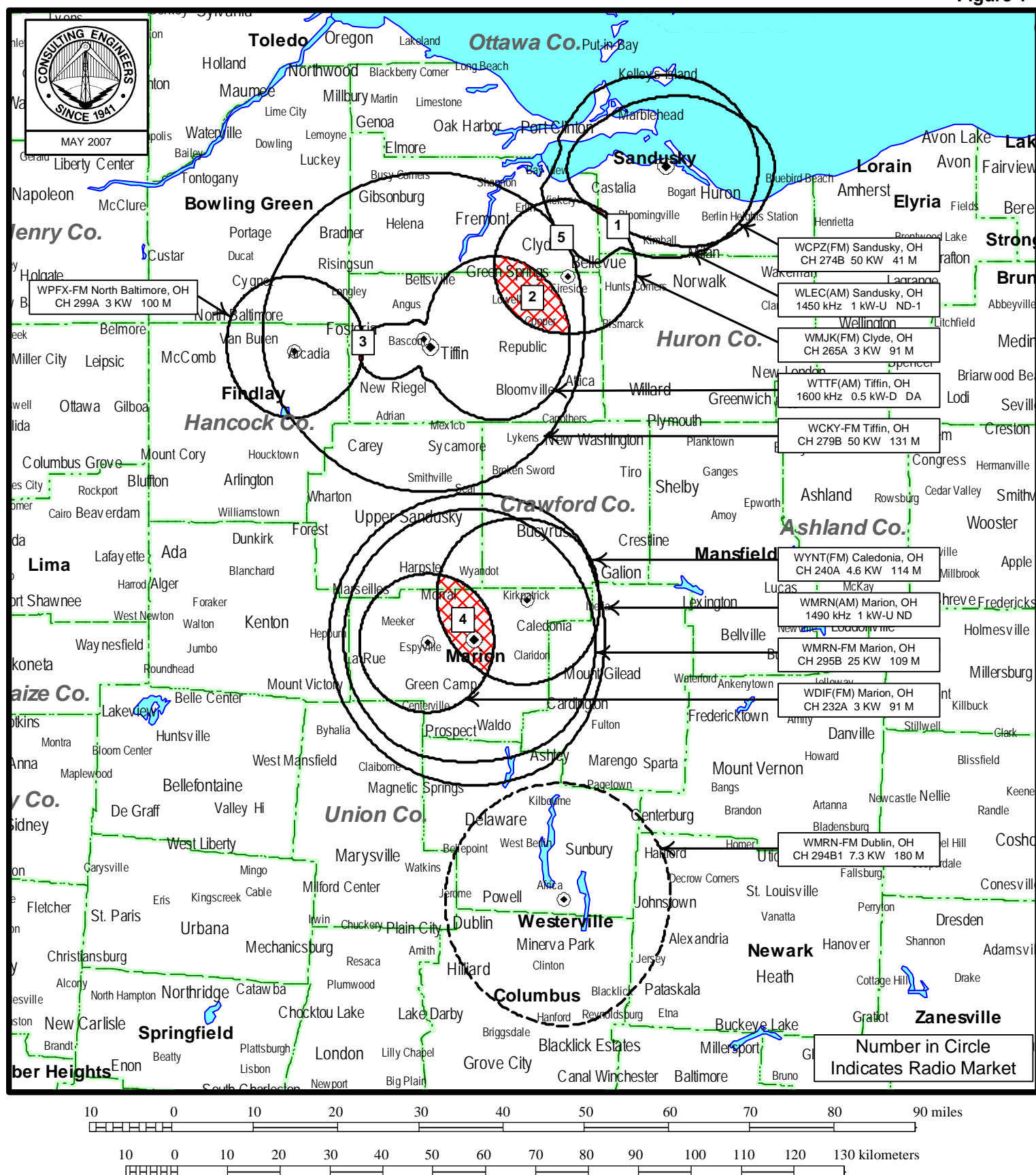
Figure 2 are tabulations of the radio stations identified in the defined radio market. Only known licensed, operating stations were employed for the study. Distances to the AM coverage contours were predicted using the antenna patterns as identified in the Commission's AM database and the appropriate Ground Wave Field Strength versus Distance Graph of 47 CFR 73.184. Ground conductivity data were obtained from FCC Figure M3. Distances to the FM contours were determined based on the method of 47 CFR 73.313. Terrain data was derived from the N.G.D.C. 30 second computer database for each of the FM stations using radials evenly-spaced every 45 degrees of azimuth.

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May 14, 2007

Figure 1



PRINCIPAL COMMUNITY CONTOURS OF SUBJECT STATIONS FINDLAY/TIFFIN/MARION/SANDUSKY, OHIO

GOODRADIO.TV LICENSE, LLC.

du Treil, Lundin & Rackley, Inc., Sarasota, Florida

TECHNICAL STATEMENT
RADIO MULTIPLE OWNERSHIP ANALYSIS
GOODRADIO.TV LICENSE, LLC.

Tabulation of Other Stations Defined in the Radio Market #1

<u>Call Sign</u>	<u>Community of License</u>	<u>State</u>	<u>Channel</u>
WNZN	Lorain	OH	206
WVMS	Sandusky	OH	208
WHVT	Clyde	OH	213
WOHF	Bellevue	OH	221
WXKR	Port Clinton	OH	233
WLKR-FM	Norwalk	OH	237
WKFM	Huron	OH	241
WGGN	Castalia	OH	249
WFRO-FM	Fremont	OH	256
WLKR	Norwalk	OH	1510

Tabulation of Other Stations Defined in the Radio Markets #2

<u>Call Sign</u>	<u>Community of License</u>	<u>State</u>	<u>Channel</u>
WHEI	Tiffin	OH	205
WXML	Upper Sandusky	OH	211
WHVT	Clyde	OH	213
WGTE-FM	Toledo	OH	217
WOHF	Bellevue	OH	221
WVKS	Toledo	OH	223
WRQN	Bowling Green	OH	228
WXKR	Port Clinton	OH	233
WLKR-FM	Norwalk	OH	237
WIMX	Gibsonburg	OH	239
WBVI	Fostoria	OH	244
WJZE	Oak Harbor	OH	247
WGGN	Castalia	OH	249
WFRO-FM	Fremont	OH	256
WKKO	Toledo	OH	260
WKXA-FM	Findlay	OH	263
WRVF	Toledo	OH	268
WIOT	Toledo	OH	284
WJYM	Bowling Green	OH	730
WFIN	Findlay	OH	1330
WSPD	Toledo	OH	1370
WFOB	Fostoria	OH	1430
WLQR	Toledo	OH	1470
WDMN	Rossford	OH	1520
WBCO	Bucyrus	OH	1540

Tabulation of Other Stations Defined in the Radio Market #3

<u>Call Sign</u>	<u>Community of License</u>	<u>State</u>	<u>Channel</u>
WLFC	Findlay	OH	202

Figure 2

<u>Call Sign</u>	<u>Community of License</u>	<u>State</u>	<u>Channel</u>
WHEI	Tiffin	OH	205
WXML	Upper Sandusky	OH	211
WHVT	Clyde	OH	213
WGTE-FM	Toledo	OH	217
WOHF	Bellevue	OH	221
WVKS	Toledo	OH	223
WRQN	Bowling Green	OH	228
WXKR	Port Clinton	OH	233
WIMX	Gibsonburg	OH	239
WBVI	Fostoria	OH	244
WJZE	Oak Harbor	OH	247
WFRO-FM	Fremont	OH	256
WKKO	Toledo	OH	260
WKXA-FM	Findlay	OH	263
WRVF	Toledo	OH	268
WIOT	Toledo	OH	284
WJYM	Bowling Green	OH	730
WFIN	Findlay	OH	1330
WSPD	Toledo	OH	1370
WFOB	Fostoria	OH	1430
WLQR	Toledo	OH	1470
WDMN	Rossford	OH	1520
WBCO	Bucyrus	OH	1540

Tabulation of Other Stations Defined in the Radio Market #4

<u>Call Sign</u>	<u>Community of License</u>	<u>State</u>	<u>Channel</u>
WJJE	Delaware	OH	206
WXML	Upper Sandusky	OH	211
WOSB	Marion	OH	216
WQEL	Bucyrus	OH	224
WVXG	Mount Gilead	OH	236
WKTN	Kenton	OH	237
WYKL	Crestline	OH	254
WKXA-FM	Findlay	OH	263
WFXN-FM	Galion	OH	272
WJZK	Richwood	OH	282
WVNO-FM	Mansfield	OH	291
WODB	Delaware	OH	300
WTVN	Columbus	OH	610
WOSU	Columbus	OH	820
WRFD	Columbus-Worthington	OH	880
WBCO	Bucyrus	OH	1540

Tabulation of Other Stations Defined in the Radio Markets #5

<u>Call Sign</u>	<u>Community of License</u>	<u>State</u>	<u>Channel</u>
WLFC	Findlay	OH	202
WHEI	Tiffin	OH	205
WNZN	Lorain	OH	206
WVMS	Sandusky	OH	208

Figure 2

<u>Call Sign</u>	<u>Community of License</u>	<u>State</u>	<u>Channel</u>
WXML	Upper Sandusky	OH	211
WHVT	Clyde	OH	213
WGTE-FM	Toledo	OH	217
WOHF	Bellevue	OH	221
WVKS	Toledo	OH	223
WRQN	Bowling Green	OH	228
WXKR	Port Clinton	OH	233
WLKR-FM	Norwalk	OH	237
WIMX	Gibsonburg	OH	239
WKFM	Huron	OH	241
WBVI	Fostoria	OH	244
WJZE	Oak Harbor	OH	247
WGGN	Castalia	OH	249
WFRO-FM	Fremont	OH	256
WKKO	Toledo	OH	260
WKXA-FM	Findlay	OH	263
WRVF	Toledo	OH	268
WIOT	Toledo	OH	284
WJYM	Bowling Green	OH	730
WFIN	Findlay	OH	1330
WSPD	Toledo	OH	1370
WFOB	Fostoria	OH	1430
WLQR	Toledo	OH	1470
WLKR	Norwalk	OH	1510
WDMN	Rossford	OH	1520
WBCO	Bucyrus	OH	1540

ATTACHMENT 2

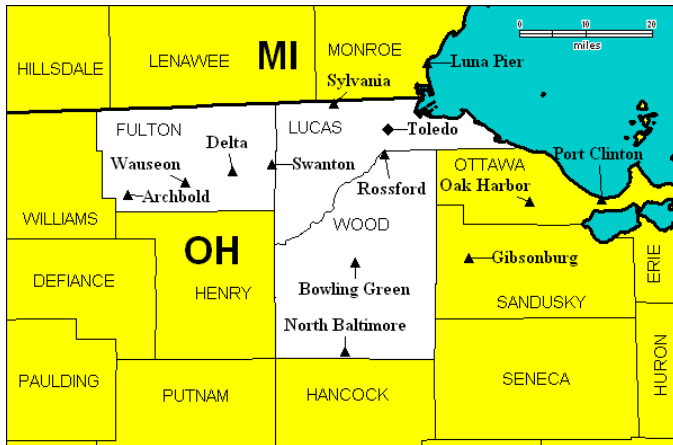
Findlay-Tiffin-Marion-Sandusky, Ohio Combination

Printouts from BIA Media Access Pro Database

Metro Rank: 87

Revenue Rank: 74

Toledo, OH Market Overview



Metro Counties / Population (000)

Fulton, OH	43.4
Lucas, OH	448.4
Wood, OH	124.1
	615.9

Market Radio Financials

(all figures in 000's, except percentages and ratios)

ESTIMATED GROSS REVENUES ★★★	2001	2002	2003	2004	2005	2006	Δ 01 - 06
	\$29,500	\$30,700	\$31,800	\$33,300	\$31,400	\$32,300	1.8%
	Δ 05 - 06	2007	2008	2009	2010	2011	Δ 06 - 11
	2.9%	\$32,700	\$33,400	\$33,900	\$34,600	\$35,100	1.7%
	2001	2006	2011				
Revenue/Retail Sales	\$3.53/1,000	\$3.75/1,000	\$4.08/1,000				
Revenue/Capita	\$47.69	\$52.44	\$57.18				
				Est. Breakout			
				Local	76%		
				National	24%		

Demographic and Economic Overview

(000's, except Retail Sales and EBI in 000,000's)

	2001	2006	Growth Rate	2006	2011	Growth Rate
MSA Population	618.6	615.9	-0.1%	615.9	613.9	-0.1%
Households	236.8	246.7	0.8%	246.7	247.7	0.1%
Retail Sales	8,355.0	8,620.6	0.6%	8,620.6	8,596.1	-0.1%
EBI	11,077.0	11,585.6	0.9%	11,585.6	12,646.8	1.8%

Demographic Breakdown

	Total	Under 12	12 - 17	18 - 24	25 - 34	35 - 44	45 - 54	Over 55
Men (000)	298.2	50.0	26.7	33.9	40.8	40.7	43.8	62.4
Women (000)	317.7	47.6	26.0	34.4	41.1	42.5	45.9	80.2
Total	615.9	97.6	52.7	68.3	81.9	83.2	89.7	142.5
Percentage	100.0%	15.8%	8.6%	11.1%	13.3%	13.5%	14.6%	23.1%
Per Capita	\$ 18,810		Median Household		\$ 37,597		Avg Household	
Ethnic Population:	White	81.1%	Black	13.1%	Asian	1.2%	Hispanic	5.0%

Market Summary

FM Classes	Class A	Class B	Class C	Viable Stations	All FMs	All AMs	Total
# Stations	9	6		12	15	6	21
Tot 12+	20.8	45.3		65.7	66.1	9.7	75.8
Avg 12+	2.3	7.6		5.5	4.4	1.6	3.6
Tot LCS	27.4	59.8		86.7	87.2	12.8	100.0
Avg LCS	3.0	10.0		7.2	5.8	2.1	4.8



FCC Geographic Market Definition for Toledo, OH

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WCWA	AM	1230	C	Sports	Toledo, OH	07/02/2003	87	p Clear Channel	Toledo, OH	Lucas
WMTR	FM	96.1	C	Adult CHR	Toledo, OH	07/02/2003	87	Nobco Inc	Archbold, OH	Fulton
WIOT	FM	104.7	C	Rock	Toledo, OH	07/02/2003	87	p Clear Channel	Toledo, OH	Lucas
WJYM	AM	730	C	Gospel	Toledo, OH	07/02/2003	87	Family Worship Center Church Inc	Bowling Green, OH	Wood
WKKO	FM	99.9	C	Country	Toledo, OH	07/02/2003	87	Cumulus Broadcasting Inc	Toledo, OH	Lucas
WRVF	FM	101.5	C	AC	Toledo, OH	07/02/2003	87	p Clear Channel	Toledo, OH	Lucas
WVKS	FM	92.5	C	CHR	Toledo, OH	07/02/2003	87	p Clear Channel	Toledo, OH	Lucas
WLQR	AM	1470	C	Sports	Toledo, OH	07/02/2003	87	Cumulus Broadcasting Inc	Toledo, OH	Lucas
WXKR	FM	94.5	C	Clsc Rock	Toledo, OH	07/02/2003	87	Cumulus Broadcasting Inc	Port Clinton, OH	Ottawa
WPOS	FM	102.3	NC	Religion	Toledo, OH	07/02/2003	87	Maumee Valley Broadcast Assn	Holland, OH	Lucas
WRQN	FM	93.5	C	Oldies	Toledo, OH	07/02/2003	87	Cumulus Broadcasting Inc	Bowling Green, OH	Wood
WSPD	AM	1370	C	Sprts/Talk	Toledo, OH	07/02/2003	87	p Clear Channel	Toledo, OH	Lucas
WTOD	AM	1560	C	Talk	Toledo, OH	07/02/2003	87	Cumulus Broadcasting Inc	Toledo, OH	Lucas
WTWR	FM	98.3	C	CHR	Toledo, OH	07/02/2003	87	Cumulus Broadcasting Inc	Luna Pier, MI	Monroe
WDMN	AM	1520	C	ChrsContem	Toledo, OH	07/02/2003	87	Cornerstone Church Incorporated	Rossford, OH	Lucas
WWWM	FM	105.5	C	Hot AC	Toledo, OH	07/02/2003	87	Cumulus Broadcasting Inc	Sylvania, OH	Lucas
WIMX	FM	95.7	C	Urban AC	Toledo, OH	07/02/2003	87	URBan Radio Broadcasting LLC	Gibsonburg, OH	Sandusky
WPFX	FM	107.7	C	Clsc Rock	Toledo, OH	07/02/2003	87	p Clear Channel	North Baltimore, OH	Wood
WJZE	FM	97.3	C	Urban	Toledo, OH	07/02/2003	87	URBan Radio Broadcasting LLC	Oak Harbor, OH	Ottawa
WRWK	FM	106.5	C	Alternative	Toledo, OH	07/02/2003	87	Cumulus Broadcasting Inc	Delta, OH	Fulton
WJUC	FM	107.3	C	Urban	Toledo, OH	07/02/2003	87	Welch Communications Inc	Swanton, OH	Fulton
WBCY	FM	89.5	NC	ChrsContem	Toledo, OH	07/02/2003	87	Taylor University Broadcasting	Archbold, OH	Fulton
WBGU	FM	88.1	NC	Variety	Toledo, OH	07/02/2003	87	Bowling Green State University	Bowling Green, OH	Wood
WGTE	FM	91.3	NC	Clsc/Jazz	Toledo, OH	07/02/2003	87	Public Broadcasting Foundation of NW Ohio	Toledo, OH	Lucas
WOTL	FM	90.3	NC	Religion	Toledo, OH	07/02/2003	87	Family Stations Inc	Toledo, OH	Lucas
WXTS	FM	88.3	NC	Jazz	Toledo, OH	07/02/2003	87	Toledo City School District, Board of Education	Toledo, OH	Lucas
WXUT	FM	88.3	NC	Alternative	Toledo, OH	07/02/2003	87	University of Toledo	Toledo, OH	Lucas
WYSA	FM	88.5	NC	Christian	Toledo, OH	07/02/2003	87	Side by Side Inc	Wauseon, OH	Fulton
WYSZ	FM	89.3	NC	Christian	Toledo, OH	07/02/2003	87	Side by Side Inc	Maumee, OH	Lucas
WNKL	FM	96.9	C	ChrsContem	Toledo, OH	10/14/2003	87	Cornerstone Church Incorporated	Wauseon, OH	Fulton
WDTR	FM	88.1	NC	ChrsContem	Toledo, OH	10/12/2004	87	Northland Community Broadcasters	Monroe, MI	Monroe

Number of Stations in Geographic Market 31

Previous Stations in Geographic Market

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed